



TATES **IANGE COMMISSION** 

Washington, D.C. 20549

#### OMB APPROVAL

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# **ANNUAL AUDITED REPORT FORM X-17A-5 PART III**

**FACING PAGE** Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGIN	NING October 1, 2003	AND ENDING	September 30, 2004
	MM/DD/YY	-	MM/DD/YY
	A. REGISTRANT IDENTIFIC	CATION	
NAME OF BROKER-DEALER: Me	eans Investment Co.,Inc.		OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE O	OF BUSINESS: (Do not use P.O. B	ox No.)	FIRM I.D. NO
802 Stillw	ater Ave.		RECEIVED (S)
	(No. and Street)		
Bangor,	Maine	04401	
(City)	(State)		(Zip Code)
NAME AND TELEPHONE NUMBER Paul B. Means		REGARD TO THIS	REPORT 185/69 _207-947-6763
			(Area Code - Telephone Number)
В	. ACCOUNTANT IDENTIFIE	CATION	
INDEPENDENT PUBLIC ACCOUNT	FANT whose opinion is contained in Richard M. Rosa	n this Report*	
146 Parkway So. Suite 207	(Name - if individual, state last, f Brewer, Main		04412
(Address)	(City)	(State	(Zip Code)
CHECK ONE:			
X Certified Public Accoun	ntant		
☐ Public Accountant			DRA AFARTA
☐ Accountant not resident	in United States or any of its posse	ssions.	PROCESSED
	FOR OFFICIAL USE O	NLY	DEC 1 0 2004
			THOMSON FINANCIAL

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

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# OATH OR AFFIRMATION

I, Paul B.Means	,	swear (or affirm) that, to the best of
my knowledge and belief the accompanying fin  Means Investment C	ancial statement and supporting sched	
ofSeptember 30,	, 20 04 , are true and co	orrect. I further swear (or affirm) that
neither the company nor any partner, proprietor classified solely as that of a customer, except as	r, principal officer or director has any	
	/ Preside	<del></del>
- (70)		Title
Notary Public  This report ** contains (check all applicable box  (a) Facing Page. (b) Statement of Financial Condition. (c) Statement of Income (Loss). (d) Statement of Changes in Financial Condition. (e) Statement of Changes in Stockholders'	lition.	ra' Conital
<ul> <li>(e) Statement of Changes in Stockholders</li> <li>(f) Statement of Changes in Liabilities Sub</li> <li>(g) Computation of Net Capital</li> <li>(h) Computation for Determination of Rese</li> </ul>	ordinated to Claims of Creditors.	•
(i) Information Relating to the Possession (i) A Reconciliation, including appropriate Computation for Determination of the R (k) A Reconciliation between the audited as	or Control Requirements Under Rule explanation of the Computation of N leserve Requirements Under Exhibit A	15c3-3. Let Capital Under Rule 15c3-3 and the A of Rule 15c3-3.
consolidation.  (I) An Oath or Affirmation.  (m) A copy of the SIPC Supplemental Repo	rt.	
(n) A report describing any material inadequ	acies found to exist or found to have ex	isted since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

# FINANCIAL STATEMENTS

#### AND SUPPLEMENTARY INFORMATION

# **SEPTEMBER 30, 2004 AND 2003**

# WITH INDEPENDENT AUDITOR'S REPORT

#### **INDEX**

	Page
Independent Auditor's Report	
Statements of Financial Condition	3
Statements of Income	5
Statements of Changes in Stockholders' Equity	6
Statements of Cash Flows	7
Notes to Financial Statements	8 – 11
Supplementary Information:	
Schedule 1: Computation of Net Capital Pursuant to Rule 15c3-1 of the Securities and Exchange Commission	12
Schedule 2: Reconciliation of Audited vs. Unaudited Computation of Net Capital Pursuant to Rule 15c3-1 of the Securities and Exchange Commission	13
Independent Auditor's Report on Internal Control Structure	14 - 15

#### RICHARD M. ROSA

Certified Public Accountant

#### INDEPENDENT AUDITOR'S REPORT

To the Stockholders Means Investment Company, Inc.

I have audited the accompanying statements of financial condition of Means Investment Company, Inc. as of September 30, 2004 and September 30, 2003 and the related statements of income, changes in stockholders' equity and cash flows for the years then ended, that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with generally accepted auditing standards. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In accordance with your instructions, the scope of my audit did not include any audit procedures related to the investment in Micbrooks Partnership. Accordingly, I do not express an opinion as to the investment in Micbrooks Partnership at September 30, 2004 and September 30, 2003 or as to the equity in income of Micbrooks Partnership for the years ended September 30, 2004 and September 30, 2003. This investment is presented using the equity method. U.S. generally accepted accounting principles require that this investment be presented on a consolidated basis as disclosed in Note 1 to the financial statements. The effect of this departure from U.S. generally accepted principles, if any has not been determined.

In my opinion, except for the effects of such adjustments, if any, as might have been determined to be necessary had I performed audit procedures related to the investment in Micbrooks Partnership, and had that investment been presented on a consolidated basis, as referred to in the preceding paragraph, the financial statements referred to above present fairly, in all material respects, the financial position of Means Investment Company, Inc. as of September 30, 2004 and September 30, 2003 the results of its operations and its cash flows for the year then ended in conformity with U.S. generally accepted accounting principles.

My audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules 1 and 2 is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in my opinion, except for the effects of such adjustments, if any, as might have been determined necessary had I performed audit procedures related to the investment of Micbrooks Partnership, and had that investment been presented on a consolidated basis, as referred to in the third paragraph, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Brewer, Maine

November 11, 2004

Phylora

# **Statements of Financial Condition**

# September 30, 2004 and 2003

# **ASSETS**

	<u>2004</u>	<u>2003</u>
Assets		
Cash	\$ 84,176	\$ 41,833
Money market funds	833,113	925,153
Total cash and cash equivalents	917,289	966,986
Receivable from broker-dealers and clearing organizations	47,166	17,105
Receivable from stockholder	221,604	170,000
Receivables, income taxes	<u>-</u>	4,287
Marketable securities owned, at market value	1,210,922	1,000,800
Receivables, employee and affiliate	14,234	14,500
Investment in unconsolidated subsidiary, at equity	36,319	31,576
Other investments, at equity which approximates market		
value	24,643	25,000
Property and equipment, at cost, net	214,420	246,326
Other assets	34,861	6,384
	\$ 2,721,458	\$ 2,482,964

# **Statements of Financial Condition**

# September 30, 2004 and 2003

# LIABILITIES AND STOCKHOLDERS' EQUITY

	<u>2004</u>	2003
Liabilities  Accounts payable and account awnerses	\$ 82.439	\$ 50.875
Accounts payable and accrued expenses Deferred income taxes	\$ 82,439 169,402	\$ 50,875 173,653
Total liabilities	251,841	224,528
Commitment and contingency (Notes 5 and 6)		
Stockholders' equity		
Common stock of no par value; authorized 2,000 shares,	200.000	200.000
issued 100 shares	300,000	300,000
Retained earnings	2,286,254	2,075,073
	2,586,254	2,375,073
Less cost of 9.41 shares of treasury stock	116,637	116,637
Total stockholders' equity	2,469,617	2,258,436
	\$ 2,721,458	\$ 2,482,964

# **Statements of Income**

# Years Ended September 30, 2004 and 2003

	2004	2003
Revenues		
Commissions and fees	\$ 1,019,613	\$ 686,297
Income from principal transactions, including unrealized		
gains of \$211,411 for 2004 and \$174,408 for 2003	223,069	187,917
Underwriting	4,085	410
Interest and dividends	42,581	53,939
Other income	5,153	4,838
Equity in income of unconsolidated subsidiary and		
investment	4,386	6,360
Gain on disposal of fixed assets		8,797
Total revenue	1,298,887	948,558
Expenses		
Employee compensation and benefits	633,684	516,678
Communications	27,082	18,915
Occupancy and equipment	59,085	92,773
Other expenses	216,301	135,795
Settlement cost	75,000	
Total expenses	1,011,152	764,161
Income before income taxes	287,735	184,397
Provision (benefit) for income taxes	(4,251)	20,028
Net income	\$ 291,986	\$ 164,369

Statements of Changes in Stockholders' Equity

Years Ended September 30, 2004 and 2003

	Comm	Common Stock	Retained	Treasu	Treasury Stock	Total Stockholders'
	Shares	Amount	Earnings	Shares	Amount	Equity
Balances at September 30, 2002	100	\$ 300,000	\$1,971,098	9.41	\$(116,637)	\$ 2,154,461
	ı	ı	164,369	ı	ı	164,369
	1		(60,394)		1	(60,394)
Balances at September 30, 2003	100	300,000	2,075,073	9.41	(116,637)	2,258,436
	•	1	291,986	1	i	291,986
		1	(80,805)	1		(80,805)
Balances at September 30, 2004	100	\$ 300,000	\$2,286,254	9.41	\$(116,637)	\$ 2,469,617

The accompanying notes are an integral part of these financial statements.

# **Statements of Cash Flows**

# Years Ended September 30, 2004 and 2003

	<u>2004</u>	<u>2003</u>
Cash flows from operating activities	<del></del> -	
Net income	\$ 291,986	\$ 164,369
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation	36,813	32,610
Gain on disposal of fixed assets	-	(8,797)
Gain on sale of investment securities	-	(3,403)
Deferred income taxes	(4,251)	20,028
Net unrealized (gains) on marketable securities owned	(211,411)	(174,408)
Equity in (income) loss of unconsolidated subsidiary and	, , ,	, , ,
investment	(4,386)	(6,360)
Decrease (increase) in	( ) ,	<b>、</b> ,,,
Receivable from broker-dealers and clearing organizations	(30,061)	6,068
Receivables, employee and affiliate	266	84
Receivables, income taxes and other	4,287	15,560
Receivable from stockholder	(51,604)	<u>-</u>
Securities owned for trading purposes, at cost	-	2,988
Other assets	(28,477)	(6,384)
Increase (decrease) in		
Accounts payable and accrued expenses	31,038	9,023
Dividends payable	526	394
Net cash provided by operating activities	34,726	51,772
Cash flows from investing activities		
Additions to property and equipment	(4,907)	(67,056)
Proceeds from sale of marketable securities	90,004	112,500
Proceeds from disposal of fixed assets	_	16,563
Dividends declared	(80,805)	(60,394)
Additions to securities owned for investment purposes	(88,715)	(8,320)
Additions to seed the owned for investment purposes	(00,713)	(0,320)
Net cash provided (used) by investing activities	(84,423)	(6,707)
Net increase in cash and cash equivalents	(49,697)	45,065
Cash and cash equivalents, beginning of year	966,986	921,921
Cash and cash equivalents, end of year	\$ 917,289	\$ 966,986

The accompanying notes are an integral part of these financial statements.

#### **Notes to Financial Statements**

#### September 30, 2004 and 2003

#### Nature of Business

Means Investment Company, Inc. is a full service brokerage firm located in Bangor, Maine. Its customers consist of individuals located primarily in New England. The Company is a registered broker/dealer under the Securities Exchange Act of 1934 and is a member of NASD (National Association of Securities Dealers, Inc.) and SIPC (Securities Investors Protection Corporation). Credit is extended without collateral. The Company is exempt from the provisions of SEC Rule 15c3-3, Customer Protection- Reserves and Custody of Securities, since it does not hold customer funds or securities.

#### **Summary of Significant Accounting Policies**

#### Financial Statement Presentation

The Company holds a 66 2/3% interest in Micbrooks Partnership. Management has elected to account for the investment under the equity method even though the ownership would require consolidation in accordance with Statement of Financial Accounting Standards No. 94, "Consolidation of All Majority-Owned Subsidiaries." The effect on the financial statements of this departure from generally accepted accounting principles has not been determined. The Company also holds a 2 1/8% limited partner interest in RSC Realty Holdings LLC, which is accounted for under the equity method.

#### **Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### Securities Transactions

Commission revenue is recorded net of clearing costs. Securities and commodity transactions are recorded on a settlement date basis. There were no material trades, which had not settled as of September 30, 2004 or 2003.

#### Cash

The Company maintains its cash in bank deposit accounts which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts. The Company believes it is not exposed to any significant risk on cash or cash equivalents.

#### **Notes to Financial Statements**

#### September 30, 2004 and 2003

#### 1. Summary of Significant Accounting Policies (Concluded)

#### **Cash Equivalents**

All liquid investments with original maturities of less than ninety days that are not held for sale in the ordinary course of business are considered to be cash equivalents for purposes of the statement of financial condition and statement of cash flows.

#### Marketable Securities Owned

Marketable securities owned are stated at their market value at the balance sheet date. Unrealized gains or losses are reflected in the statements of income. Realized gains and losses are computed based upon the specific security sold.

#### **Property and Equipment**

Property and equipment are depreciated by straight-line and accelerated methods over the estimated useful lives of the respective assets.

#### **Income Taxes**

The Company has elected S Corporation status effective October 1, 2001. Earnings and losses after that date will be included in the personal income tax returns of the stockholders. Accordingly, the Company will not incur additional income tax obligations, and future financial statements will not include a current provision for income taxes unless "built in gains" tax is realized. Deferred income taxes related to S Corporation "built in gains" would be applicable until September 30, 2011. Built in gain tax is a corporate level tax on the difference between the cost basis and market value of investment securities at October 1, 2001. It will be realized only if those securities held for investment on October 1, 2001 are sold prior to September 30, 2011.

#### 2. Marketable Securities Owned

Marketable securities owned consist of trading and investment securities at market values, as follows:

	<u>2004</u>	<u>2003</u>
Corporate stocks	\$ 1,210,835	\$ 1,000,800
Corporate bonds	87	-
State and municipal obligations		
	\$ 1,210,922	\$ 1,000,800

#### **Notes to Financial Statements**

# September 30, 2004 and 2003

#### 3. Property and Equipment

Property and equipment, at cost, consists of the following:

	<u>2004</u>	<u>2003</u>
Building, improvements and sign Furniture and fixtures Computer and equipment Vehicles	\$ 356,664 31,555 64,136 28,500	\$ 356,664 36,219 59,230 28,500
	480,855	480,613
Less accumulated depreciation	266,435	234,287
	\$ 214,420	\$ 246,326

Depreciation expense was \$36,813 in 2004 and \$32,610 in 2003.

# 4. Income Taxes

Income tax expense (benefit) consists of:

2004		<b>Current</b>	<b>Deferred</b>	<u>Total</u>
2004 Federal State	\$ - -	\$ (4,251)	\$ (4,251)	
		\$ -	<u>\$ (4,251)</u>	\$ (4,251)
2003	Federal State	\$ - 	\$ 20,028	\$ 20,028
		\$ -	\$ 20,028	\$ 20,028

As discussed in <u>Note 1</u>, the Company changed its tax status from taxable to nontaxable in 2001. All of the deferred tax provision in 2004 and 2003 relates to the calculation of "built in gains" tax.

#### **Notes to Financial Statements**

#### September 30, 2004 and 2003

#### 5. Net Capital Requirements

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rules (SEC Rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1 (and the rule of the "applicable" exchange also provides that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1). At **September 30, 2004** the Company had net capital of \$1,714,924 which was \$1,614,924 in excess of its SEC required net capital of \$100,000. The Company's net capital ratio was 0.05 to 1. The Company also has a contractual obligation with NFS clearing to maintain net capital of \$200,000.

#### 6. Contingency

The Company has guaranteed a mortgage note payable with an outstanding balance of \$118,400 at September 30, 2004 and \$132,594 at September 30, 2003 for Micbrooks Partnership.

#### 7. Related Party Transactions

The Company owns a  $66^2/_3\%$  interest in Micbrooks Partnership, which owns one-half of the building occupied by the Company. Rent totaling \$15,000 in 2004 and 2003was paid to the partnership under a month-to-month lease agreement. The Company is also obligated to pay any operating expenses of the partnership in excess of rental proceeds. No excess payment was required during 2004 or 2003.

The Company has advanced \$221,604 to an officer. The balance is non-interest bearing, unsecured, and due on demand.

#### 8. Pension Plan

The Company maintains a 401(k)-pension plan covering substantially all employees. The company can match employee contributions based on a percentage of the participant's wages. For the years ending September 30, 2004 and 2003 the Company did not make a matching contribution.

# Computation of Net Capital Pursuant to Rule 15c3-1 of the Securities and Exchange Commission

# September 30, 2004

Net capital	<b>* * * * * * * * * *</b>
Stockholders' equity	\$ 2,469,617
Deduct: Nonallowable assets	
Receivable from stockholder	221,604
Investment in unconsolidated subsidiary	36,319
Other investments	24,643
Property and equipment, net	214,420
Receivable from employees	14,234
Deposits and escrow	34,967
Haircuts on securities positions	208,506
Net capital	\$ 1,714,924
Aggregate indebtedness Items included in statement of financial condition	
Accounts payable and accrued expenses	82,439
Total aggregate indebtedness	\$ 82,439
Computation of basic net capital requirement Minimum SEC net capital required	100,000
Excess net capital	1,614,924
Total net capital	\$ 1,714,924
Ratio: Aggregate indebtedness to net capital	.05

# Reconciliation of Audited vs. Unaudited Computation of Net Capital Pursuant to Rule 15c3-1 Of the Securities and Exchange Commission

#### **September 30, 2004**

Net capital, as reported in Company's Part II (unaudited) focus report	\$ 1,786,307
Audit adjustments, net increase in non-allowable assets	(25,000)
Audit adjustments, net decrease in stockholders' equity	(46,383)
Net capital	\$ 1,714,924

#### Reconciliation to the Company's Part II (unaudited) Focus Report

The decrease of \$46,383 in shareholders' equity is principally comprised of a \$15,000 increase in settlement expense and a \$30,000 increase in accrued compensation. The increase in non-allowable assets is the result of a \$25,000 reclassification of cash to an escrow account which is not readily convertible to cash.

#### RICHARD M. ROSA

Certified Public Accountant

# INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL

To The Stockholders Means Investment Company, Inc.

In planning and performing my audit of the financial statements of Means Investment Company, Inc. for the year ended September 30, 2004, I considered its internal control, including control activities for safeguarding securities, in order to determine my auditing procedures for the purpose of expressing my opinion on the financial statements and not to provide assurance on the internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), I have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that I considered relevant to the objectives stated in Rule 17a-5(g); (1) in making the periodic computations of aggregate indebtedness and net capital under Rule 17a-3(11) (2) in ascertaining that the company is exempt from Rule 15c3-3 no facts came to my attention to indicate that the exemption had not been complied with since my last examination.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are require to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph, and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in any internal control or the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

My consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control component does not reduce to a relatively low level the risk that error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, I noted no matters involving internal control, including procedures for safeguarding securities that I considered to be material weakness as defined above.

I understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on my study, I believe that the Company's practices and procedures were adequate as of September 30, 2004 to meet the SEC's objectives.

This report is intended solely for the use of management, the SEC, and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers and should not be used for any other purpose.

Brewer, Maine

November 11, 2004

Phylosa